



SGX/MEDIA RELEASE
For Immediate Release

Company Registration Number 200413014R
15 Hoe Chiang Road, #12-05 Tower Fifteen, Singapore 089316

Singapore and Australia
29 September 2017

Proposed Invitation to Noteholders to exchange Outstanding Notes

- SETTLEMENT OF EXCHANGE OFFER

1. INTRODUCTION

The board of directors (the “**Board**” or “**Directors**”) of AusGroup Limited (the “**Company**”) refers to the Company’s announcements dated 11 September 2017 (the “**Opening Announcement**”), 28 September 2017 and 29 September 2017 (the “**Offer Closing Announcement**”) in relation to the Exchange Offer. All capitalised terms used in this announcement shall bear the meanings ascribed to them in the Opening Announcement and the Offer Closing Announcement, unless the context requires otherwise.

2. SETTLEMENT OF THE EXCHANGE OFFER

- 2.1. The Board is pleased to announce that settlement of the Exchange Offer has taken place today, 29 September 2017.
- 2.2. Following the allotment and issue of 91,554,980 New Shares to exchanging Noteholders pursuant to the Exchange offer, the issued share capital of the Company has increased from 1,413,250,486 Shares to 1,504,805,466 Shares.
- 2.3. The Exchange Shares are credited as fully-paid Shares free from any and all encumbrances and rank *pari passu* in all respects with and carry all rights similar to the Shares in issue as at the Settlement Date, except that they will not rank for any dividend, right, allotment or other distributions, the record date for which falls on or before the Settlement Date.
- 2.4. The Exchange Shares will be listed and quoted on the Main Board of the SGX-ST with effect from 9.00 a.m. on 2 October 2017. The Exchange Shares are subject to a moratorium on trading for 3 calendar months commencing from the date on which they are listed on the SGX-ST.
- 2.5. The approval-in-principle of the SGX-ST for the listing and quotation of the Exchange Shares on the Main Board of the SGX-ST is not to be taken as an indication of the merits of the Exchange Offer, the Exchange Shares, the Company and/or its subsidiaries.



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3. RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Exchange Offer, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

By Order of the Board
AusGroup Limited

Eng Chiaw Koon
Managing Director
29 September 2017

Ends

Issued by AusGroup Limited.

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ABOUT AUSGROUP LIMITED (Bloomberg Ticker: AUSG.SP)
Main board-listed, AusGroup Limited is an energy and resources specialist providing fabrication, precision machining, construction and integrated services to natural resource development companies. The Company also provides access services for construction and maintenance contracts through MAS Australasia Pty Ltd (MAS). AusGroup has an established operations network strategically positioned throughout Australasia. For more information visit www.agc-ausgroup.com